

Rock-Tenn CO  
Form 8-K  
February 26, 2008

---

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

---

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

Date of Report: (Date of earliest event reported): **February 21, 2008**

**Rock-Tenn Company**

(Exact name of registrant as specified in charter)

**Georgia**

(State or Other Jurisdiction

of Incorporation)

**0-23340**

(Commission File Number)

**62-0342590**

(IRS Employer  
Identification No.)

**504 Thrasher Street, Norcross, Georgia**

(Address of principal executive offices)

**30071**

(Zip Code)

**(770) 448-2193**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

---

---

**Item 8.01. Other Event.**

On February 21, 2008, Rock-Tenn Company ("**Rock-Tenn**") issued a press release (the "**Press Release**") announcing its intention to offer senior notes in the aggregate principal amount of \$200 million. A copy of the Press Release is attached hereto as Exhibit 99.1 and hereby incorporated herein.

**Item Financial Statements and Exhibits.**

**9.01.**

(c) Exhibits

99.1 Press Release (furnished pursuant to Item 8.01)

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ROCK-TENN COMPANY

(Registrant)

Date: February 25, 2008    By: /s/ Robert B. McIntosh  
Robert B. McIntosh  
Senior Vice-President, General Counsel and Secretary

**INDEX TO EXHIBITS**

**Exhibit Number and Description**

99.1 Press Release (furnished pursuant to Item 8.01)

4